### WILLKIE FARR & GALLAGHER

Three Lafavette Centre 1155 21st Street, NW Washington, DC 20036.3384 Tel: 202 328 8000

Fax: 202 887 8979

May 17, 2002

### **VIA HAND DELIVERY**

Federal Communications Commission 35 York Street (Rear Entrance) Gettysburg, PA 17325-7245

Re: Winstar Spectrum, LLC: Revised Form 602 Filing

Dear Sir or Madam:

Enclosed for filing is a revised FCC Form 602 for Winstar Spectrum, LLC. The revised Form 602 supplements Winstar Spectrum's existing Form 602, filed on April 11, 2002, to reflect a minor change in the ownership of Winstar Spectrum. Specifically, the filing reflects the acquisition by Dipchip, Inc., on April 17, 2002, of an indirect 5% interest in Winstar Spectrum that was previously held by Winstar Communications, Inc. Dipchip, Inc. is a wholly owned subsidiary of IDT Corporation. As the Commission has previously been notified, IDT Corporation owns the remaining 95% of Winstar Spectrum through its subsidiaries IDT Advanced Communication Services, LLC and Winstar Holdings, Inc.

In addition, on page 5 of the revised Form 602, the contact address for Winstar Communications, LLC has been changed.

Should you have any questions, please do not hesitate to contact the undersigned at (202) 429-4730.

Sincerely,

Sophie Keefer

Enclosure



### FCC 602 Main Form

## FCC Ownership Disclosure Information for the

Wireless Telecommunications Serv 2 2 2002

RECEIVED & INSPECTED

Approved by OMB 3060 - 0799See instructions for

Applicant / Licensee Information			FCC-MAILROOM	Fublic builden estimate		
1) First Name (if individual):	MI:	Last Name:		1 00 - WIAILHOUM	Suffix:	
2) Applicant Name (if entity): Winstar Spectrum, LLC		1		3) FCC Registration Number (FR	N):	
Related FCC Regulated Businesses of Applica	nt I Licensee		1			
4a) Name and address of all FCC Regulated Businesses owned by Applicant/ Licensee (use additional sheets, if necessary):	4b Principal E	,	FC	4c) C Registration Number (FRN):	4d) Percent of Interest Held:	

Name and address of all FCC Regulated Businesses owned by Applicant/ Licensee (use additional sheets, if necessary):	Principal Business:	FCC Registration Number (FRN):	Percent of Interest Held:

ignature Typed or Printed Name of Party Authorized to Sign			
First Name:	MI:	Last Name:	Suffix:
Brian		Finkelstein	
Title: Chief Executive Officer		RECY'D & INSPECTED	
A		10000	
Signature:		MAY 1 7 2002	Date: 5/16/02

Failure to Sign This Application May Result in Dismissal Of The Application And Forfeiture Of Any Fees Paid

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(I) AND/ OR FORFEITURE (U.S. Code, Title 47, Section 503).

GBG MALL

1) Disclosable Interest Holder's First Name (if individual):

## FCC Ownership Disclosure information for the Wireless Telecommunications Services

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3060 – 0799
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Public burden estimate

Suffix:

Schedule for Disclosable Interest Holders

Last Name:

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

MI:

Brian				Fink	elstein			
2) Disclosable Interest Holders Name (if ent			3) FCC Registration Number(FRN): 0006-7482-89					
4) Disclosable Interest Holder's Address: 520 Broad Street, 1 Ith Floor, Newark, NJ 07	100 2111							
520 Bload Street, Titli Floor, Newalk, No 07	102-3111							
5) Type of Interest in Applicant ( ) (refer to Instructions for list):			t Holder is a		) 7) Percent of Interest Held in Applicant:			
0	1				0%			
Disclosable Interest Holder's Type of Ow (refer to instructions for list):	nership		9) Disclosal	ole Interest H	Holder's Country of Citizer	nship:		
Does not hold ownership interest.			USA					
10) Relationship Description (if the disclosabl Brian Finkelstein is Chief Executive Officer of				list path of o	ownership from indirect ow	vner to the applic	cant):	
Related FCC Regulated Businesses of Disc	closable Int	erest Holde	ers (repeat fo	or each inter	est holder identified)			
Name and address of all FCC Regulated Busines owned by Disclosable Interest Holder listed in #3 (additional sheets, if necessary):	ses	IIb) Principal Bu			IIc) stration Number (FRN):		ld) Interest Held:	
<b>™ *</b> · · · ·								

## FCC Ownership Disclosure Information for the Wireless Telecommunications Services

3060 – 0799 See instructions for Public burden estimate

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Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders) 1) Disclosable Interest Holder's First Name (if individual): MI: Last Name: Suffix: Geoffrey Rochwarger 2) Disclosable Interest Holders Name (if entity): 3) FCC Registration Number(FRN): 0006-7482-71 4) Disclosable Interest Holders Address: 520 Broad Street, 11th Floor, Newark, NJ 07102-3111 5) Type of Interest in Applicant ( 8) Disclosable Interest Holder is a (n): ( 7) Percent of Interest Held in Applicant: (refer to Instructions for list): (refer to instructions for list of codes): 0% 0 8) Disclosable Interest Holder's Type of Ownership 9) Disclosable Interest Holder's Country of Citizenship: (refer to instructions for list): USA Does not hold ownership interest, 10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Geoffrey Rochwarger is Chief Operating Officer of Winstar Spectrum, LLC.

1) Disclosable Interest Holder's First Name (if individual):

# FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Last Name:

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Suffix:

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

MI:

Joyce	J	J				n		
2) Disclosable Interest Holder's Name (if entit					C Registration Number(F	FRN):		
4) Disclosable Interest Holders Address:								
1850 M Street, N.W., Suite 300, Washington,	D.C. 20036							
(Entity contact address for Winstar Spectrum,	LLC)							
5) Type of Interest in Applicant ( ) (refer to Instructions for list):	6) Disclosable Ir (refer to instr		Holder is a (		)	7) Percent of Interest H	leld in Applican	t:
0	I					0%		
Disclosable Interest Holder's Type of Own (refer to instructions for list):	nership		9) Disclosat	ole Inte	erest Ho	olders Country of Citizens	ship:	
Does not hold ownership interest.			USA					
10) Relationship Description (if the disclosable Joyce J. Mason is Secretary and Treasurer of				път ра		viersiip iioiii iidiieet owi	ner to the applic	.am.
Related FCC Regulated Businesses of Disc	losable Interest		ers (repeat fo	r each	intere	<i>'</i>		
Name and address of all FCC Regulated Business owned by Disclosable Interest Holder listed in #3 (u additional sheets, if necessary):	es Princip ise	IIb) pal Bus	siness:	FCC	Regist	IIc) tration Number (FRN):		ld) Interest Held:
***	**							

# FCC Ownership Disclosure Information for the Wireless Telecommunications Services

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Schedule for Disclosable Interest Holders

Disclosable Interest Holder information (co	mplete as	many as re	equired to de	scribe all di	sclosable interest holder	rs)		
1) Disclosable Interest Holder's First Name (if indiv	idual):	MI:		Last	Name:		suffix:	
Arlene				Torr	Torres			
2) Disclosable Interest Holder's Name (if ent	tity):	•		3) F	CC Registration Number(I	FRN):		
,	,			0006	6-0601-72			
4) Disclosable Interest Holder's Address:				1				
1850 M Street, N.W., Suite 300, Washington	n, D.C. 2003	86						
(Entity contact address for Winstar Spectrum	, LLC)							
5) Type of Interest in Applicant ( ) (refer to Instructions for list):		6) Disclosable Interest Holder is a (n): ( (refer to instructions for list of codes):			7) Percent of Interest H	7) Percent of Interest Held in Applicant:		
0					0%			
Disclosable Interest Holder's Type of Ow (refer to instructions for list):	nership		9) Disclosable Interest Holder's Country of Citizenship:					
Does not hold ownership interest.			USA					
10) Relationship Description (if the disclosable	e interest h	older is an i	ndirect owner,	list path of	ownership from indirect ow	ner to the applic	cant):	
Arlene Torres is Assistant Secretary of Winst	ar Spectrun	n, LLC.						
Related FCC Regulated Businesses of Disc	closable In	terest Holde	ers (repeat fo	r each inter	est holder identified)			
Name and address of all FCC Regulated <b>Busines</b> owned by Disclosable Interest Holder listed in #3 additional sheets, if necessary):	sses (use	IIb) Principal Bu		FCC Regi	IIc) stration Number (FRN):		ld) Interest Held:	

additional sheets, if necessary):		
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# FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disdosable Interest Holders

Approved by OMB **3060 – 0799** See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			,			
1) Disdosable Interest Holder's First Name (if individual	dual):	MI:		Last I	Name:	suffix:		
2) Disclosable Interest Holders Name (if enti-	ity):			3) F0	CC Registration Number(FRN):			
Winstar Holdings, LLC					0006-0583-25			
4) Disclosable Interest Holder's Address:								
685 Third Avenue, New York, NY 10017								
5) Type of Interest in Applicant ( ) (refer to Instructions for list):			t Holder is a (n): ( ns for list of codes):	)	7) Percent of Interest Held in Applican	t:		
D	0 (Limited	Liability C	ompany)		100%			
Disclosable Interest Holder's Type of Own (refer to instructions for list):	nership		9) Disclosable Inte	rest H	older's Country of Citizenship:			
0 (voting)		USA						
10) Relationship Description (if the disclosable Winstar Holdings, LLC, owns a 100% LLC into			•	th of o	wnership from indirect owner to the applic	cant):		

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

IIa)  Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	IIc) FCC Registration Number (FRN):	IId) Percent of Interest Held:
Winstar Communications, LLC  Entity Contact Address: Joseph M. Sandri, Jr. 1850 M Street. N.W Suite 300 Washington, DC 20636	Local exchange and interexchange services	0006-0488-05	100%  Winstar Holdings, LLC owns a 100% LLC interest in Winstar Communications, LLC.

# FCC Ownership Disclosure Information for the Wireless Telecommunications Services

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Schedule for Disdosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if indivi	dual):	MI:		Last N	Name:	Suffix:	
2) Disclosable Interest Holder's Name (if ent	ity):			3) F0	CC Registration Number(FRN):		
IDT Advanced Communication Services, LLC	;			0006	-0582-34		
4) Disclosable Interest Holder's Address:							
520 Broad Street, Newark, NJ 07102							
5) Type of Interest in Applicant ( ) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): ( (refer to instructions for list of codes):			)	7) Percent of Interest Held in Applicant	:	
	0 (Limited	Liability C	ompany)		100%		
	( )	, ,	- 1 - 3/		Percentage stated as 100% as required by 47 C.F.R. § 1.2112(a)(5). Actual percentage is less than 100%; see item (10) below.		
8) Disclosable Interest Holder's Type of Ow (refer to instructions for list):	nership		9) Disclosable Interest Holder's Country of Citizenship:				
0			USA				
IDT Advanced Communication Services, LLC holds preferred LLC interest that is non-voting and common LLC interest is voting.							
10) Relationship Description (if the disclosable	e interest ho	lder is an ir	ndirect owner, list pa	th of o	wnership from indirect owner to the applic	ant):	
IDT Advanced Communication Services, LLC is a member of Winsta		r Holdings, LLC. It o	wns a	95% LLC interest in Winstar Holdings, L	LC, which owns		
a 100% LLC interest in Winstar Spectrum, LL	C.						

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a)	11b)	11ん),	11d) 1
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	Principal Business:	FCC Registration Number (FR火):	Percent of laterest Held:
The same			

### FCC Ownership Disclosure Information for the Wireless Telecommunications Services

See instructions for

Schedule for Disdosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

Approved by OMB 3060 - 0799 Public burden estimate

1) Disclosable Interest Holder's First Name (if indivi	dual):	MI:	Last Name:			Suffix:			
2) Disclosable Interest Holders Name (if ent	ity):			3) F0	CC Registration Number(F	FRN):			
Dipchip, Inc.				0007	-0327-41				
4) Disclosable Interest Holder's Address:									
520 Broad Street, Newark, NJ 07102-3111									
5) Type of Interest in Applicant ( ) (refer to Instructions for list):			t Holder is a		7) Percent of Interest H	Held in Applican	t:		
1	С				5%				
Disclosable Interest Holder's Type of Ow (refer to instructions for list):	Disclosable Interest Holder's Type of Ownership (refer to instructions for list):			9) Disclosable Interest Holder's Country of Citizenship:					
0			USA						
Dipchip, Inc. holds preferred LLC interest that common LLC interest that is voting.	t is non-voti	ng and							
10) Relationship Description (if the disclosable	e interest ho	older is an i	ndirect owner,	list path of o	wnership from indirect ow	ner to the appli	cant):		
Dipchip, Inc. is a member of Winstar Holding	s, LLC. It ov	vns a 5% LL	_C interest in \	<b>Winstar</b> Holdi	ings, LLC, which owns a 1	100% LLC intere	est in Winstar		
Spectrum, LLC. Dipchip, Inc. is wholly-owned	d subsidiary	of IDT Corp	poration.						
Related FCC Regulated Businesses of Disc	closable Int	terest Holde	ers (reneat fo	or each inter	est holder identified)				
Name and address of all FCC Regulated Busines owned by Disclosable Interest Holder listed in #3 (additional sheets, if necessary):	lated Businesses Principal B				IIc) stration Number (FRN):		ld) Interest Held:		

#### **FCC Ownership Disclosure Information for the Wireless Telecommunications Services**

Schedule for Disclosable Interest Holders

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isclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

	•				· · · · · · · · · · · · · · · · · · ·	
I) Disclosable Interest Holder's First Name (if indivi	idual):	MI:		Last I	Name:	Suffix:
Disclosable Interest Holder's Name (if ent DT Corporation	tity):			,	CC Registration Number(FRN): -7900-37	
1) Disclosable Interest Holder's Address:				ı		
520 Broad Street, Newark, NJ 07102						
5) Type of Interest in Applicant ( ) (refer to Instructions for list):	Disclosable Interest Holder is a (n): (     (refer to instructions for list of codes):			)	7) Percent of Interest Held in Applic	ant:
	С				100%	
					Percentage stated as 100% as requi 1.2112(a)(5). Actual percentage is le see item (10) below.	
Disclosable Interest Holder's Type of Ow (refer to instructions for list):	nership		9) Disclosable Inte	erest H	older's Country of Citizenship:	
) (voting)			USA			
0) Relationship Description (if the disclosable	e interest ho	older is an i	ndirect owner, list pa	th of o	wnership from indirect owner to the ap	plicant):
DT Corporation owns a 100% LLC interest in which owns a 100% LLC interest in Winstar Vinstar Holdings, LLC, which owns a 100% I	Spectrum, L	LC. IDT Co	rporation also owns			

elated FCC Regulated Businesses of Disclosable Interest Holders (repeat 1 each interest holder identified) IIa)
Name and address of all FCC Regulated Businesses IIb) IIc) IId) FCC Registration Number (FRN): Percent of Interest Held: Principal Business: owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary): ICG Communications 3001-6063-00 Local exchange service, 12.3% of issued and 161 Inverness Road interexchange service, outstanding shares Englewood, CO 80112 Internet access and other data services Held by IDT Investments, Inc., a wholly owned subsidiary of IDT Corporation. Teligent, Inc. Local exchange and 0004-3714-15 34.4% of issued and 8065 Leesburg Pike interexchange service outstanding shares Vienna, VA 22182 Held by IDT Investments, Inc., a wholly owned subsidiary of IDT Corporation. STAR Telecommunications, Inc. Interexchange service None listed on CORES 17.7% of common stock 223 E. De La Guerra Street Santa Barbara, CA 93101 Held by IDT Investments, Inc., a wholly owned

			subsidiary of IDT Corporation.
IDT Telecom, Inc. 520 Broad Street Newark, NJ 07102	Interexchange service, wholesale carrier service, prepaid calling cards	0004-3436-04	100%  IDT Telecom is a wholly owned subsidiary of IDT Corporation.

Howard

1) Disclosable Interest Holder's First Name (if individual):

2) Disclosable Interest Holders Name (if entity):

### FCC Ownership Disclosure Information for the **Wireless Telecommunications Services**

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Suffix:

Schedule for Disclosable Interest Holders

Last Name:

0006-0488-62

3) FCC Registration Number(FRN):

Jonas

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders) MI:

s

4) Disclosable Interest Holder's Address:							
520 Broad Street, Newark, NJ 07102							
5) Type of Interest in Applicant ( ) (refer to Instructions for list):		Disclosable Interest Holder is a (n): ( ) (refer to instructions for list of codes):			7) Percent of Interest Held in Applicant:		
	I			24.2%			
Disclosable Interest Holder's Type of Over (refer to instructions for list):	ı vnership	9) Disclosable	Interest Ho	olders Country of Citizen	ship:		
C (voting)		USA					
10) Relationship Description (if the disclosab	le interest holder is an i	l ndirect owner, lis	st path of ov	wnership from indirect ow	oner to the applicant):		
Howard Jonas owns 24.2% of the outstandin Services, LLC. which owns a 95% LLC interealso owns 100% of Dipchip, Inc., which owns The 24.2% figure represents the percentage power of the types of shares held by Mr. Jor	est in Winstar Holdings, a 5% LLC interest in W of the outstanding com	LLC, which own /instar Holdings, mon stock in ID	s a 100% L LLC, which	LC interest in Winstar Sp n owns a 100% LLC interest on held by Howard Jonas	pectrum, LLC. IDT Corporation est in Winstar Spectrum, LLC.  s. However, due to the voting		
Related FCC Regulated Businesses of Dis	closable Interest Hold	ers (repeat for o	each intere	st holder identified)			
lla) IIb)			FCC Regis	IIc) tration Number (FRN):	IId) Percent of Interest Held:		
The same of the sa							
1					l		

1) Disclosable Interest Holder's First Name (if individual):

### FCC Ownership Disclosure Information for the **Wireless Telecommunications Services**

Schedule for Disclosable Interest Holders

Last Name:

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Suffix:

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders) MI:

2) Disclosable Interest Holders Name (if entity):			3) F0	3) FCC Registration Number(FRN):			
Liberty IDTC. Inc.			0004	-5334-77			
				(FRN have	I for Liberty Media Corpo	ration. Liberty IE S.)	OTC does not
4) Disclosable Interest Holder's Address:							
12300 Liberty Boulevard, Englewood, CO 80	1112						
(address for Liberty Media Corporation)	1				1		
5) Type of Interest in Applicant ( ) (refer to Instructions for list):			t Holder is a (		7) Percent of Interest Held in Applicant:		
	C				12.8%		
Disclosable Interest Holder's Type of Ow (refer to instructions for list):	nership		9) Disclosab	ole Interest H	lolder's Country of Citizer	nship:	
C (voting)			USA				
10) Relationship Description (if the disclosable	le interest he	older is an i	ndirect owner,	list path of c	ownership from indirect ow	ner to the applic	ant):
				·	·		,
Liberty IDTC, Inc. owns 12.8% of the outstar Communication Services, LLC, which owns a IDT Corporation also owns 100% of Dipchip, Spectrum, LLC.	95% LLC in	nterest in W	instar Holding	s, LLC, which	owns a 100% LLC interes	est in <b>Winstar</b> Sp	ectrum, LLC.
The 12.8% figure represents the percentage voting power of the types of shares held by L							
Related FCC Regulated Businesses of Disc	closable Int	terest Holde	ers (repeat fo	r each inter	est holder identified)		
IIa) Name and address of all FCC Regulated Busines owned by Disclosable Interest Holder listed in #3 (	ses (use	IIb) Principal Bu	ısiness:	FCC Regis	IIc) stration Number (FRN):		ld) Interest Held:
additional sheets, if necessary):	additional sheets, if necessary):						

# FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual): MI:		MI:		Last Name:		Suffix:
2) Disclosable Interest Holder's Name (if ent	tity):			3) FC	CC Registration Number(FRN):	
Liberty Media Corporation ("Liberty Media")				0004	-5334-77	
4) Disclosable Interest Holder's Address:						
12300 Liberty Boulevard, Englewood, CO 80	112					
	1					
5) Type of Interest in Applicant ( ) (refer to Instructions for list):			t Holder is a (n): ( ns for list of codes):	)	7) Percent of Interest Held in Applican	t:
I	С				12.8%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):  9) Disclosable Interest Holder's Country of Citizenship:						
C (voting)			USA			
10) Relationship Description (if the disclosable	e interest ho	older is an ir	ndirect owner, list pa	th of o	wnership from indirect owner to the applic	cant):
Liberty Media is the parent company of Liber 12.8% of the outstanding common equity of I						
owns a 95% LLC interest in Winstar Holdings Dipchip, Inc., which owns a 5% LLC interest i	s, LLC, which	h owns a 10	00% LLC interest in '	Winsta	r Spectrum, LLC. IDT Corporation also or	
Dipolip, Inc., which owns a 5% LLC interest i	iii vviiistai ii	ioiuirigs, EEC	5, WHICH OWNS A TOO	7/0 LLC	interest in winstar Spectrum, ELC.	
The 12.8% figure represents the percentage voting power of the types of shares held by L						
Liberty Media has the right to possingte a divi	actor for also	ation to IDT	Corporation's Poord	of Dire	octore	
iberty Media has the right to nominate a director for election to IDT Corporation's Board of Directors.						

elated FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

elated FCC Regulated Businesses of Disclosa	Die iliterest noluers (repeat re	or each interest holder identified)	
lla)	IIb)	IIc)	lld)
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	Principal Business:	FCC Registration Number (FRN):	Percent of Interest Held:
Liberty Cablevision of Puerto Rico, Inc. Luquillo Industrial Park,, <b>Rd</b> : 992, Km 0.2 Luquillo, Puerto Rico 00773	Cable television	0004-9847-53	100%  Liberty Cablevision of Puerto Rico, Inc. is a wholly owned subsidiary of Liberty Media.
On Command Corporation On Command Video Corporation 7900 East Union Avenue Denver, Colorado 80237	Interactive entertainment	0001-6490-45 (On Command Corporation) 0004-5374-45 (On Command Video Corporation)	67%  On Command Corporation/ On Command Video Corporation is a majority owned subsidiary of Liberty Media.

Liberty <b>Livewire</b> Corporation 520 Broadway, 5" Floor Santa Monica, California 90401	Audio/video services and interactive television	No FRN listed on CORES	86% Liberty Livewire Corporation is a majority owned subsidiary of Liberty Media.
Liberty Digital, Inc. 1100 <b>Glendon</b> Avenue Los Angeles, California 90024	Interactive entertainment	0001-6226-61	91%  Liberty Digital, Inc. is a majority owned subsidiary of Liberty Media.
Telemundo Communications Group 2290 West 8" Avenue Hialeah, Florida 33010	Broadcast television	0004-I 189-07 (FRN listed for Telemundo Network Group, LLC)	35%  Liberty Media holds a 35% interest in Telemundo Communications Group.
Liberty Satellite & Technology, Inc. 8085 South Chester Street, Suite 300 Englewood, Colorado 80111	Satellite Communications	No FRN listed on CORES	29% Liberty Media holds a 29% interest in Liberty Satellite & Technology, Inc.
Sprint PCS Group 2330 Shawnee Mission Parkway Westwood, Kansas	Telecommunications	0002-3165-29 (FRN listed for Sprint PCS)	21% Liberty Media holds a 21% interest in Sprint PCS Group
Discovery Communications, Inc. 7700 Wisconsin Avenue Bethesda, Maryland 20814	Cable television programming	No FRN listed on CORES	49%  Liberty Media holds a 49% interest in Discovery Communications, Inc.
USA Networks, Inc. 152 West 57" Street New York, New York 10019	Television broadcasting and cable television programming	0001-8039-80	21%  Liberty Media holds a 21% interest in USA Networks, Inc.
News Corp. 1211 Avenue of the Americas New York, New York 10036	Broadcasting, cable television programming, publishing	No FRN listed on CORES	18% Liberty Media holds an 18% interest in News Corp.
UnitedGlobalCom, Inc. 4643 South Ulster Street Suite 1300 Denver, Colorado 80237	Broadband communications	No FRN listed on CORES	Liberty Media holds an 11% interest in UnitedGlobalCom, Inc.

WDC99 590309-1.055771.0302